

Hearing Date and Time: June 26, 2007 at 10:00 a.m.
Response Date and Time: June 19, 2007 at 4:00 p.m.

Elena Lazarou (EL-5681)
Reed Smith LLP
559 Lexington Avenue
New York, New York 10022
Telephone: 212-521-5400
Facsimile: 212-521-5450

-and-

Stephen T. Bobo
Reed Smith LLP
10 South Wacker Drive, 40th Floor
Chicago, IL 60606
Telephone: 312-207-1000
Facsimile: 312-207-6400

Attorneys for Johnson Controls, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re	:	
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Chapter 11
	:	
Debtors.	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
	:	
-----X		

RESPONSE OF JOHNSON CONTROLS, INC. (CLAIM NUMBER 15532)
TO DEBTOR'S FOURTEENTH OMNIBUS OBJECTION (PROCEDURAL)
PURSUANT TO 11 U.S.C. §502(b) AND FED. R. BANKR. P. 3007 TO
CERTAIN(A) DUPLICATE OR AMENDED CLAIMS AND (B) PROTECTIVE CLAIMS

Johnsons Controls, Inc. ("JCI") responds to the objection of Delphi Corporation and its debtor affiliates (collectively, the "Debtors") concerning claim number 15532 that JCI filed against Delphi Mechatronic Systems, Inc. follows:

1. Claim number 15532 is based upon potential breaches of contract arising under various prepetition purchase orders in effect between JCI's Automotive Group and Delphi Mechatronic Systems, Inc.

2. The Debtors have objected to claim number 15532 as a so-called "Protective Claim" which they contend is premature unless and until the Debtors reject the underlying purchase orders under Section 365 of the Bankruptcy Code. The Debtors contend that since they have not yet so rejected the underlying agreements, JCI's claim number 15532 should be disallowed and expunged.

3. Although JCI acknowledges that rejection of the underlying agreements would give rise to one or more claims against the Debtors, there are other ways that the Debtors could breach and may have breached such agreements. Those breaches would presumably give rise to damages claims by JCI. As an illustration, most of the purchase orders are on a directed supply basis and the Original Equipment Manufacturers may later raise pricing adjustments or warranty items with JCI that JCI would in turn be entitled to assert as claims against the Debtors.

4. JCI reserves the right to amend claim number 15532 to provide the details of any such contractual breaches by the Debtors or pricing adjustments and the amount of such damages or adjustments.

5. In the circumstances, the objection to claim number 15532 should be overruled. The person authorized to reconcile and resolve this objection is Stephen T. Bobo, Reed Smith Sachnoff & Weaver, 10 South Wacker Drive, 40th Floor, Chicago, Illinois 60606, 312-207-6480.

Dated: June 19, 2007

RESPECTFULLY SUBMITTED

Johnson Controls, Inc.

By: /s/ Elena Lazarou

REED SMITH LLP
599 Lexington Avenue
New York, NY 10022
Telephone: 212-521-5400
Facsimile: 212-521-5450

Of Counsel

Stephen T. Bobo
REED SMITH LLP
10 South Wacker Drive
40th Floor
Chicago, IL 60606
Telephone: 312-207-1000
Facsimile: 312-207-6400